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Attorneys for Debtors
and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : **Chapter 11 Case No.**
LEHMAN BROTHERS HOLDINGS INC., et al., : **08-13555 (JMP)**
Debtors. : **(Jointly Administered)**
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**NOTICE OF SUPPLEMENTAL
AFFIDAVIT AND DISCLOSURE STATEMENT OF
JAMES P. SEERY, JR. ON BEHALF OF SIDLEY AUSTIN LLP**

PLEASE TAKE NOTICE that on December 4, 2008, and in accordance with the Order Pursuant to Sections 105(a), 327, 328 and 330 of the Bankruptcy Code Authorizing the Debtors to Employ Professionals Utilized in the Ordinary Course of Business, entered on November 5, 2008 (the “Order”) [Docket. No. 1394], Lehman Brothers Holdings Inc. (“LBHI”) and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (together, the “Debtors”), filed the ordinary course professional affidavit and retention questionnaire (together the “Affidavit and Questionnaire of Duncan Darrow on behalf of Sidley Austin LLP (“Sidley”) [Docket No. 2062]. A supplement to the Affidavit and Questionnaire was filed on January 21, 2009 [Docket No. 2586].

PLEASE TAKE FURTHER NOTICE that Sidley hereby further supplements its Affidavit and Questionnaire to include the representation of Lehman Commercial Paper Inc. as agent and lender in syndicated loan facilities (the “Supplemental Sidley Affidavit”). A copy of the Supplemental Sidley Affidavit is attached hereto as Exhibit A.

PLEASE TAKE FURTHER NOTICE that pursuant to the Order, the Debtors will serve this Notice, together with the Supplemental Sidley Affidavit, on (i) the Office of the United States Trustee, and (ii) the attorneys for the Official Committee of Unsecured Creditors appointed in these chapter 11 cases.

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PLEASE TAKE FURTHER NOTICE that pursuant to the Order, objections, if any, to the expanded retention of Sidley must be filed with the Court and served upon the undersigned attorney for the Debtors within 10 days of the date of service of this Notice. Unless timely objections are received, the expanded retention of Sidley shall be deemed approved by the Court and deemed to be ordinary course professionals within the purview of the Order, without the necessity of a hearing.

Dated: October 14, 2009
New York, New York

/s/ Jacqueline Marcus
Jacqueline Marcus
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
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Attorneys for Debtors
and Debtors in Possession

Exhibit A

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

X

In re : Chapter 11 Case No.
LEHMAN BROTHERS HOLDINGS INC., *et al.*, : 08-13555 (JMP)
Debtors. : (Jointly Administered)
: :
-----X-----

**SUPPLEMENTAL AFFIDAVIT AND DISCLOSURE STATEMENT OF
JAMES P. SEERY, JR. ON BEHALF OF SIDLEY AUSTIN LLP**

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

James P. Seery, Jr., being duly sworn, upon his oath, deposes and says:

1. I am a partner of Sidley Austin LLP, located at 787 Seventh Avenue, New York (the “Firm”).
2. On December 3, 2008, Duncan Darrow of this Firm executed an Affidavit and Disclosure Statement (the “Affidavit”) in support of Debtors’ retention of Sidley Austin LLP as ordinary course professionals to provide loan closing representation and submitted that Affidavit and a completed Retention Questionnaire (the “Questionnaire”) to the Debtors’ bankruptcy counsel, to be filed with the Court in accordance with the procedures set forth in the order entered November 5, 2008 authorizing the Debtors to employ professionals utilized in the ordinary course of business [Docket No. 1394]. The Debtors subsequently filed the Affidavit and Questionnaire with the Court on December 4, 2008 [Docket No. 2062]. That affidavit was supplemented on January 20, 2009 [Docket No. 2586].

3. This Affidavit (the “Supplemental Affidavit”) supplements the previous Affidavits, and to the extent that it contradicts the previous Affidavits, supersedes them.

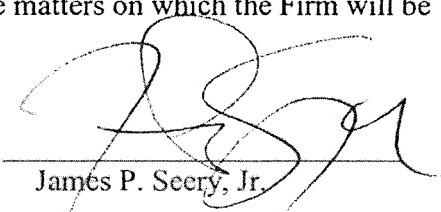
4. Lehman Commercial Paper Inc. (“LCPI”) requested that the Firm expand its ordinary course representation of LCPI so that the Firm can represent LCPI as agent and lender in syndicated loan facilities. In the first such transaction being considered, the Firm is expected to act as counsel to LCPI as agent and lender in a syndicated loan for which LCPI is the administrative agent. In that capacity, the Firm will provide legal advice and appear on behalf of LCPI individually and as agent. The Firm is willing to undertake this representation provided such representation does not conflict the Firm from its other representations in the Debtors’ chapter 11 cases.

5. The Firm has performed significant services in the past and anticipates that it will perform significant services in the future for persons that are parties in interest in the Debtors’ chapter 11 cases, including services directly adverse to the various Debtors, including representing litigants against the Debtors or others that have or may hereafter file claims against the Debtors. Further, from time to time, the Firm represents lenders among the syndicate of lenders and may have represented a lender in connection with its purchase of its interest in the syndicated loan under consideration. (The Firm has obtained a waiver from such lender of any potential conflict of interest in connection with this representation.) However, to my knowledge, none of those services directly relate to representing LCPI as agent in a syndicated loan facility or challenging LCPI’s performance of its activities in that role. In particular, to my knowledge, the Firm does not represent an interest directly adverse to the Debtors in connection with the loan for which LCPI has requested the Firm to act as counsel. Nothing in connection with the Firm’s representation of LCPI as agent shall preclude the Firm from continuing to act

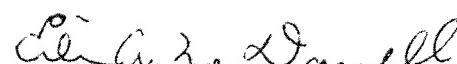
for and on behalf of claimants in the Debtors' chapter 11 cases, including Anchorage Capital Master Offshore, Ltd. and Canpartners Investments IV, LLC, claimants on whose behalf the Firm filed claims against LCPI; provided that the Firm has agreed that it shall not act as counsel in connection with future litigation or claims that may be brought against LCPI in its capacity as administrative agent in a syndicated loan facility.

6. Except as set forth herein, neither I nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matters on which the Firm will be engaged.

By:


James P. Seery, Jr.

Subscribed and sworn to before me
this 13th day of October, 2009



Notary Public

EILEEN McDONNELL
Notary Public, State of New York
Registration No. 01MC4857396
Qualified in Queens County
My Commission Expires April 28, 2010